

LIMITED PARTNER AFFIDAVIT RE: PRIVATE EQUITY FUNDS

Edmund G Brown Jr., Governor

In furtherance of its mandate to conduct a thorough investigation into the ownership of applicants for alcoholic beverage licenses, the Department of Alcoholic Beverage Control ("ABC") requires disclosure of all general partners and limited partners of limited partnerships. If a limited partnership is a private equity fund required to register with and report to the Securities and Exchange Commission, is engaged in a passive investment in the licensed entity (i.e., no involvement in the management or day-to-day operation of the licensed business), and no individual limited partner holds more than 10% interest in the limited partnership, subject to approval and acceptance by ABC, the limited partnership may either: (1) provide a complete list of all limited partners; or (2) execute the following affidavit.

I, _____ [name] _____ am the _____ [position] _____ of the _____ [name of limited partnership] _____, a private equity fund ("Investor"). I am authorized to execute this affidavit on behalf of Investor and hereby declare as follows:

1. Investor is a private equity fund registered with and required to report to the Securities and Exchange Commission.
2. No limited partner(s) of Investor hold(s) any direct or indirect interest in other licenses or business operations that is in conflict with California's "tied-house" laws. (Completion of form ABC-140, "Certification Re Chapter 15 Tied-House Restrictions", also required.)
3. Investor's investment in the licensed business is passive in nature-i.e., Investor, or any officer, director, employee, limited partner, or agent, is not involved in the management or day-to-day business operations of the licensed business.
4. No limited partner of Investor is an agency or political subdivision of the State of California (this includes, without limitation, any city, county, or state agency or political subdivision, or any public school or university, but does not include a public pension fund.)
5. No limited partner of Investor owns, directly or indirectly, more than 10% of Investor.
6. No limited partner of Investor is themselves otherwise disqualified from holding the license applied for.
7. No limited partner of Investor has any control over the investment decisions of the Investor.

In addition, I hereby acknowledge and agree to the following:

1. The information provided in this Affidavit is material to the application for a license and any misrepresentation contained herein may constitute grounds for disciplinary action, up to and including revocation of the license.
2. At any time ABC may require Investor to identify any or all limited partners, and failure to provide such information upon request may constitute grounds for disciplinary action, up to and including revocation of the license.
3. If any of the information contained within the Affidavit changes, Investor shall notify ABC in writing of such change.

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| NAME OF LICENSE APPLICANT / FILE NUMBER | NAME OF PRIVATE EQUITY FUND |
| INVESTOR PRINTED NAME | INVESTOR POSITION |
| INVESTOR SIGNATURE | DATE SIGNED |